

FEDERAL COMMUNICATIONS COMMISSION
Washington, D. C. 20554

TOM WITMAN
RCN

OFFICE OF
MANAGING DIRECTOR

March 10, 2005

Richard S. Becker
James S. Finerfrock
Counsel for RCN Corporation
Richard S. Becker & Associates, Chartered
7128 Fairfax Road
Bethesda, Maryland 20814

Re: Request for Waiver and Refund of
Application Filing Fees on behalf of
RCN Corporation
Fee Control No. 0410148115204002

Dear Counsel:

This responds to your request dated October 14, 2004 on behalf of RCN Corporation (RCN Corp.) for waiver and refund of the application filing fees associated with its request for Commission consent to transfer of control and assignment of numerous Commission authorizations held by RCN Corp. subsidiaries. On January 26, 2005, you submitted additional information to the Commission to supplement your request. Our records indicate that RCN Corp. has paid these fees, the total amount of which is \$13,645.

In support of your request, you assert that on May 27, 2004, RCN Corp. filed petitions for reorganization under Chapter 11 of the Bankruptcy Code. The documents you submitted also show that you filed the applications for which the fees are assessed during the time when you were under bankruptcy protection. You also state that RCN Corp. emerged from bankruptcy protection on December 21, 2004. Accordingly, you request a waiver and refund of the licensee's application filing fees.

Section 1.117 of the Commission's rules, 47 C.F.R. § 1.1117, provides that filing fees may be waived upon a showing of good cause and a finding that the public interest will be served thereby. See Establishment of a Fee Collection Program To Implement the Provisions of the Consolidated Omnibus Budget Reconciliation Act of 1985, 3 FCC Rcd 3558, 3572-73 (1990). Section 1.1117 further provides that an applicant seeking a waiver of the filing fee requirement include the applicable fee with its waiver request, and also provides that the fee will be returned if the waive is granted. Id.

Richard S. Becker
James S. Finerfrock

2.

We find that the bankruptcy filing involving RCN Corp. substantiates your claim of financial hardship and demonstrates good cause for waiver and refund of the filing fees at issue here. See MobileMedia Corporation, 14 FCC Rcd 8017, 8027 (1999) (bankruptcy establishes good cause for waiver of filing fee).

Two checks, one made payable to you and one to the other maker of the original check(s) and drawn in the amounts of \$12,750 and \$895, respectively, will be sent to you at the earliest practicable time. If you have any questions concerning this refund, please contact the Revenue and Receivables Operations Group at (202) 418-1995.

Sincerely,



Mark A. Reger
Chief Financial Officer

Copies to: Jean L. Kiddoo
Edward S. Quill, Jr.
Counsel to RCN Corporation
Swidler Berlin Shereff Friedman, LLP
The Washington Harbour
3000 K Street, NW, Suite 300
Washington, DC 20007

RICHARD S. BECKER & ASSOCIATES

CHARTERED

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RICHARD S. BECKER
CHRISTOPHER A. FEDELI
OF COUNSEL
JAMES S. FINERBROCK

RECEIVED - FCC

OCT 15 2004

Federal Communication Commission
Bureau/Office

CONSULTING ENGINEER
SIAMAK HARANDI

October 14, 2004

HAND DELIVERED

Andrew S. Fishel, Managing Director
Federal Communications Commission
445 12th Street, S.W.
Room 1-C152
Washington, DC 20554

Re: Petition For Waiver And Refund Of
Filing Fee Pursuant to 47 C.F.R. §1.1117
Transfers Of Control From RCN Corporation,
Debtor-In-Possession, To Reorganized RCN
Corporation And Assignment of Licenses From
RCN Cable TV of Chicago, Inc., Debtor-In-
Possession, To Reorganized RCN Cable TV of
Chicago, Inc.

Dear Mr. Fishel:

Transmitted herewith on behalf of RCN Corporation, Debtor-In-Possession ("RCN DIP"), pursuant to 47 C.F.R. §1.1117, are one (1) original paper and four (4) paper copies of a request ("Request") for waiver and refund of the Commission filing fees imposed pursuant to Subpart G, Part 1, of the Commission's Rules,¹ associated with the applications ("Applications") specified at Attachment 1 to the Request seeking Commission consent to transfer of control and assignment of numerous Commission authorizations held by those subsidiaries listed at Attachment 1 (the "Subsidiaries"). As detailed in the Request, grant of the requested waivers is for good cause and will serve the public interest.

¹⁴⁷ C.F.R. §1.1101, et seq.

Andrew S. Fishel, Managing Director

Page 2

the above-specified transfers of control and assignments of license that will occur upon implementation of the Plan. Upon filing of the Applications, the Subsidiaries will pay the filing fees specified at Attachment 1 in connection with the filing of the Applications (collectively the "Filing Fees").

By this waiver request, RCN DIP seeks waiver of the Filing Fees and refund thereof. In particular, RCN DIP requests that the following Filing Fees be waived and refunded:

FCC Form 603 and 327 Applications For Wireless Transfer And Assignment - \$6,485.00;

Applications For Transfer of International Section 214 Authorizations - \$6,265.00; and

Application For Transfer of Domestic Section 214 Authorizations - \$895.00.

Section 1.1117(a) of the Commission's Rules provides for waiver and/or deferral of filing fees where good cause is shown and where such waiver and/or deferral is found to promote the public interest.³ The Commission has specifically held that it, "will grant waivers of ... fees on a sufficient showing of financial hardship."⁴ In the same proceeding, the Commission expressly recognized that "[e]vidence of bankruptcy or receivership is sufficient to establish financial hardship."⁵

Similarly, in its decision in *MobileMedia*,⁶ the Commission recognized that, "relief from ... fees is appropriate to enable a bankrupt company to conserve its resources for the benefit of innocent creditors as contemplated by the bankruptcy code."⁷ The Commission went on to find that, "bankruptcy establishes good cause

³47 C.F.R. §1.1117(a).

⁴In the Matter of Implementation of Section 9 of the Communications Act, Assessment and Collection of Regulatory Fees for the 1994 Fiscal Year, Memorandum Opinion and Order, MD Docket No. 94-19, 10 FCC Rcd 12759, ¶13 (1995).

⁵Id., 10 FCC Rcd 12759 at ¶14.

⁶*MobileMedia Corporation et. al.*, 14 FCC Rcd 8017, ¶¶39-40 (1999) (hereinafter "*MobileMedia*").

⁷Id., 14 FCC Rcd 8017 at ¶39.

Andrew S. Fishel, Managing Director

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for waiver of the filing fee. ... Moreover, waiver of the fee will serve the public interest by enabling MobileMedia to preserve its assets that will accrue to innocent creditors."⁸ The Commission has, therefore, ruled unambiguously that reorganization under Chapter 11 satisfies the requirements of 47 C.F.R. §1.1117(a) for waiver of Commission-imposed filing fees for applications seeking Commission consent to the transactions engendered by reorganization pursuant to Chapter 11.

In point of fact, the Commission has on numerous occasions granted such waivers with respect to applications involving Chapter 11 transactions. Grant of the requested waiver is, therefore, consistent with established Commission precedent in its treatment of bankrupt entities. Indeed, the Commission has frequently granted waiver requests similar to the waiver requested by this filing to other similarly situated carriers.⁹

In the instant case, RCN DIP's Chapter 11 reorganization is precisely the type of situation in which the public interest will be served by a waiver of the Commission's filing fee requirements as requested herein. Waiver will permit RCN DIP to conserve its resources for the benefit of creditors while permitting RCN DIP to allocate its available resources for the purpose of ensuring rapid and successful completion of its reorganization without interruption to the high-quality communications service RCN provides throughout its area of operation. As such, RCN respectfully submits that, consistent with the above-specified Commission precedent, good cause exists for waiver and refund of the Filing Fees. As demonstrated herein, the public interest will be served by Commission grant of the this waiver request.

Accordingly, pursuant to 47 C.F.R. §1.1117(a), RCN DIP hereby requests waiver and refund of the Filing Fees that the Subsidiaries paid with respect to filing of the Applications.

⁸*Id.*, 14 FCC Rcd 8017 at ¶40.

⁹*E.g.*, Public Notice, DA 02-404 (released February 26, 2002) (granting request by Bethlehem Steel Corporation for waiver of application fees associated with pro forma assignment of 133 wireless licenses); Public Notice, DA 02-9 (released January 10, 2002) (granting request of Teligent, Inc.); and Public Notice, DA 02-1283 (released June 3, 2002) (grating requests of Global Crossing North American Networks, Inc. and WorldCom, Inc.).

Andrew S. Fishel, Managing Director


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Should any questions arise with respect to this request, please communicate directly with counsel for RCN DIP with respect to the Applications and this request, Richard S. Becker, Esquire, Richard S. Becker & Associates, Chartered, 7128 Fairfax Road, Bethesda, MD 20814 [Telephone: (301) 986-9005; Facsimile: (301) 986-8456; E-Mail: beckereng@aol.com].

Respectfully submitted,

RCN CORPORATION, DEBTOR-IN-
POSSESSION

By:


Deborah M. Royster
Senior Vice President, General
Counsel and Corporate
Secretary

Date:

10/12/04

Attachment

RCN CORPORATION, DEBTOR-IN-POSSESSION
105 Carnegie Center, 3rd Floor
Princeton, NJ 08540

HAND DELIVERED

Andrew S. Fishel, Managing Director
Federal Communications Commission
445 12th Street, S.W.
Room 1-C152
Washington, DC 20554

Re: Petition For Waiver Of Filing Fees, Pursuant to 47
C.F.R. §1.1117, Applicable To Transfers Of Control
From RCN Corporation, Debtor-In-Possession, To
Reorganized RCN Corporation And Assignment Of
Licenses From RCN Cable TV Of Chicago, Inc.,
Debtor-In-Possession, To Reorganized RCN Chicago

Dear Mr. Fishel:

RCN Corporation, Debtor-In-Possession ("RCN DIP"), pursuant to 47 C.F.R. §1.1117, hereby requests waiver of the Commission filing fees imposed pursuant to Subpart G, Part 1, of the Commission's Rules,¹ associated with the applications ("Applications") specified at Attachment 1 hereto seeking Commission consent to: (i) transfer of control of various RCN DIP subsidiaries (collectively the "Subsidiaries") that hold Commission authorizations from RCN DIP back to RCN with a new ownership structure ("Reorganized RCN") that will result upon implementation of the "Joint Plan Of Reorganization" ("Plan"), as described in the Applications, as RCN DIP and related entities emerge from reorganization under Chapter 11 of Title 11 of the United States Code;² and (ii) assignment of the Commission authorizations now held by RCN DIP second tier subsidiary, RCN Cable TV of Chicago, Inc., Debtor-In-Possession ("RCN Chicago DIP"), back to RCN Chicago as restructured pursuant to the Plan ("Reorganized RCN Chicago"). As detailed below, grant of the waiver requested herein is for good cause and will serve the public interest.

Specifically, in the immediate future, RCN DIP and its related entities will submit the Applications either electronically or by paper application to the Commission to seek Commission consent to

¹47 C.F.R. §1.1101, et seq.

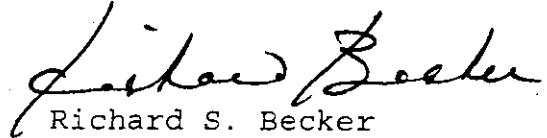
²See 11 U.S.C. §1101, et. seq. (hereinafter "Chapter 11").

Andrew S. Fishel, Managing Director

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Should any questions arise with respect to this matter, please communicate directly with undersigned counsel for RCN DIP.

Respectfully submitted,

A handwritten signature in cursive script, appearing to read "Richard S. Becker".

Richard S. Becker
Attorney for RCN Corporation,
Debtor-In-Possession

Enclosures

Attachment 1

Page 1

RCN Subsidiary	Application	Commission Authorizations (Service - Call Signs)	File No. (If Available)	Filing Fee
RCN Telecom Services, Inc.	FCC Form 603	PLMRS ¹ - 4; POFS ² - 32		\$1980
RCN Cable TV of Chicago, Inc. (Transfer Of Control)	FCC Form 603	POFS - 12		\$660
RCN Cable TV of Chicago, Inc. (Assignment Of License)	FCC Form 603	POFS - 12		\$2760
RCN Telecom Services of Massachusetts, Inc.	FCC Form 603	POFS - 3		\$165
RCN Telecom Services, Inc.	FCC Form 327	CARS ³ - WLY 676		\$230
RCN Telecom Services, Inc.	FCC Form 327	CARS - WLY 679		\$230
RCN Telecom Services, Inc.	FCC Form 327	CARS - KD55018		\$230
RCN Telecom Services, Inc.	FCC Form 327	CARS - KN2493		\$230
RCN Telecom Services, Inc.	Pleading	International Section 214		\$895
RCN Telecom Services of Washington, D.C., Inc.	Pleading	International Section 214		\$895
RCN Telecom Services of Massachusetts, Inc.	Pleading	International Section 214		\$895

¹Private Land Mobile Radio Service issued pursuant to Part 90 of the Commission's Rules.

²Private Operational Fixed Point-to-Point Microwave Service issued pursuant to Part 101 of the Commission's Rules.

³Cable Television Relay Service issued pursuant to Part 78 of the Commission's Rules.

Attachment 1

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RCN Telecom Services of Philadelphia, Inc.	Pleading	International Section 214		\$895
RCN-BecoCom, LLC	Pleading	International Section 214		\$895
RCN Telecom Services of Illinois, LLC	Pleading	International Section 214		\$895
Starpower Communications, LLC	Pleading	International Section 214		\$895
Various RCN Operating Entities	Pleading	Multiple Domestic Section 214		\$895

RCN Corp.

FAX COVER SHEET

Richard S. Becker & Associates, Chartered
7128 Fairfax Road
Bethesda, MD 20814

FAX NUMBER: (301) 986-8456

TO: Mr. Tom Putnam
FAX NUMBER: (202) 418-2843
COMPANY: Office of the Chief Financial Officer
Federal Communications Commission
CITY/STATE: Washington, DC
CLIENT NUMBER: 754.2

FROM: Richard S. Becker, Esquire
James S. Finerfrock, Esquire

TOTAL NUMBER OF PAGES SENT, INCLUDING THIS PAGE 21

IF YOU HAVE NOT RECEIVED THE TOTAL NUMBER OF PAGES INDICATED,
PLEASE CALL (301) 986-9005. TO SEND, PLEASE USE OUR DIRECT FAX
NUMBER AT THE TOP OF THIS LETTER.

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~~intended recipient or the employee or agent responsible for delivering the message~~
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original message to us at the above address via the U.S. Postal Service. Thank you.

SPECIAL INSTRUCTIONS, COMMENTS:

TIME FAX SENT: 4:00 PM DATE: 2/18/05 BY: JF

RICHARD S. BECKER & ASSOCIATES

CHARTERED

7126 FAIRFAX ROAD
BETHESDA, MD 20814

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RICHARD S. BECKER
CHRISTOPHER A. FEDELI
OF COUNSEL
JAMES S. FINERFROCKCONSULTING ENGINEER
SIAMAK HARANDI

February 18, 2004

VIA FAX MACHINEMr. Tom Putnam
Office of the Chief Financial Officer
Federal Communications Commission
(202) 418-2843

Re: Response to Request for Additional
Information
Petition For Waiver And Refund Of
Filing Fee Pursuant to 47 C.F.R. §1.1117
Transfers Of Control From RCN Corporation,
Debtor-In-Possession, To Reorganized RCN
Corporation And Assignment of Licenses From
RCN Cable TV of Chicago, Inc., Debtor-In-
Possession, To Reorganized RCN Cable TV of
Chicago, Inc.

Dear Mr. Putnam:

On October 15, 2004, RCN Corporation ("RCN"), pursuant to 47 C.F.R. §1.1117, submitted its request ("Request") for waiver and refund of the Commission filing fees (collectively the "Fees") imposed pursuant to Subpart G, Part 1, of the Commission's Rules,¹ associated with the applications ("Applications") specified at Attachment 1 to the Request ("Attachment 1") seeking Commission consent to transfer of control and assignment of numerous Commission authorizations held by those subsidiaries listed at Attachment 1 (the "Subsidiaries"). By e-mail dated February 18, 2005 (the "Inquiry"), you requested additional information with respect to the Request. Pursuant to our telephone conversations today, by this letter, we hereby respond to your Inquiry on behalf of RCN.

¹47 C.F.R. §1.1101, et seq.

Mr. Tom Putnam
February 18, 2005
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Specifically, at Attachment 1 to the Request, RCN provided a table specifying the Fees for which RCN sought waiver and refund in the Request. As specified at page 2 of the Request, the Fees fell into the following three (3) groups:

- Group 1: Four (4) FCC Form 603 and Four (4) FCC Form 327 Applications For Wireless Transfer And Assignment -- \$6,485.00; ✓
- Group 2: Seven (7) Applications For Transfer of International Section 214 Authorizations -- \$6,265.00; and
- Group 3: One (1) Application For Transfer of Domestic Section 214 Authorizations - \$895.00.

Request, p.2.

In your Inquiry, as modified pursuant to our telephone conversations, you requested that we provide copies of page one of the FCC Form 159 and the check used to pay each of the Fees that comprise the three (3) above-specified groups as follows:

Group 1 (\$6485):

- \$1980 Fee associated with the RCN Telecom Services, Inc. ("RCN Telecom") FCC Form 603 application;
- \$660 Fee associated with the RCN Cable TV of Chicago, Inc. ("RCN Chicago") (Transfer Of Control) FCC Form 603 application;
- \$2760 Fee associated with the RCN Chicago (Assignment Of License) FCC Form 603 application;
- \$165 Fee associated with the RCN Telecom Services of Massachusetts, Inc. ("RCN MA") FCC Form 603 application;
- \$230 Fee associated with the RCN Telecom FCC Form 327 application for CARS Station WLY 676;
- \$230 Fee associated with the RCN Telecom FCC Form 327 application for CARS Station WLY 679;

Mr. Tom Putnam
February 18, 2005
Page 3

- \$230 Fee associated with the RCN Telecom FCC Form 327 application for CARS Station KD 55018; and
- \$230 Fee associated with the RCN Telecom FCC Form 327 application for CARS Station KN 2493.

Group 2 (\$6265):

- \$6265 Fee as payment of the \$895 Fee associated with each of seven (7) applications for transfer of international Section 214 authorizations.

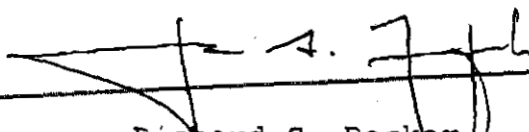
Group 3 (\$895):

- \$895 Fee associated with application for transfer of various RCN domestic Section 214 authorizations.

Please note that these documents are submitted *seriatim* without cover pages. Also, please note that we are not submitting copies of the transmittal letters used to file the enclosed FCC Forms 159 as stamped in by the Commission to confirm receipt. If you require copies of those receipt copies, please let us know.

We believe that this information fully responds to your Inquiry. Of course, if any further questions arise with respect to this matter, please communicate directly with undersigned counsel for RCN.

Respectfully submitted,


Richard S. Becker
James S. Finerfrock
Attorneys for RCN Corporation

Enclosures